

INSTRUMENT NO. 050001745
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of Dickenson County

BK 416PG 051

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

V I R G I N I A:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: Equitable Production Company) VIRGINIA GAS
) AND OIL BOARD
RELIEF SOUGHT: (1) ESTABLISHMENT OF THE DRILLING)
) UNIT DEPICTED IN **EXHIBIT A** HERETO) DOCKET NO.
) AND SERVED BY WELL NO. V-505254) 05/05/17-1451
) (herein "Subject Drilling Unit"))
) PURSUANT TO VA. CODE § 45.1-361.20;)
) (2) POOLING OF INTERESTS IN)
) SUBJECT DRILLING UNIT PURSUANT TO)
) VA. CODE § 45.1-361.21, FOR THE)
) PRODUCTION OF GAS OTHER THAN)
) COALBED METHANE GAS FROM SUBJECT)
) FORMATIONS (herein referred)
) to as "**Conventional Gas**" or "Gas");)
) and (3) DESIGNATE THE APPLICANT)
) AS THE UNIT OPERATOR FOR THE)
) SUBJECT DRILLING UNIT)
)
LEGAL DESCRIPTION:)
)
) DRILLING UNIT SERVED BY WELL NUMBERED)
) V-505254 TO BE DRILLED IN THE LOCATION)
) DEPICTED ON **EXHIBIT A** HERETO)
) Denny & Lois Sutherland)
) 64.99 Acre Tract)
) Prater QUADRANGLE)
) Ervinton MAGISTERIAL DISTRICT)
) Dickenson COUNTY, VIRGINIA)
) (the "Subject Lands" are more particularly)
) described on **Exhibit A** attached hereto)
) and made a part hereof)
)
TAX MAP IDENTIFICATION NUMBERS:)
)
) TAX MAP IDENTIFICATION NUMBERS FOR ALL PARCELS)
) AFFECTED BY THIS ORDER ARE SHOWN ON EXHIBIT (S))
) B-3 WHICH IS/ARE ATTACHED TO AND A PART)
) OF THIS ORDER.)

REPORT OF THE BOARD

FINDINGS AND ORDER

1. Hearing Date and Place: This matter came on for hearing before the Virginia Gas and Oil Board (hereafter "Board") at 9:00 a.m. on **June 21, 2005** Southwest Virginia Higher Education Center on the campus of Virginia Highlands Community College, Room 240, Abingdon, Virginia.

2. Appearances: **James E. Kaiser** appeared for the Applicant.

3. Jurisdiction and Notice: Pursuant to Va. Code § 45.1-361.1 et seq., the Board finds that it has jurisdiction over the subject matter. Based upon the evidence presented by Applicant, the Board also finds that the Applicant has (1) exercised due diligence in conducting a meaningful search of reasonably available sources to determine the identity and whereabouts of each gas and oil owner, coal owner, or mineral owner having an interest in Subject Drilling Unit underlying and comprised of Subject Lands; (2) has represented to the Board that it has given notice to those parties (hereafter sometimes "person(s)" whether referring to individuals, corporations, partnerships, associations, companies, businesses, trusts, joint ventures or other legal entities) entitled by Va. Code § 45.1-361.19 to notice of the Application filed herein; and (3) that the persons set forth in their Application and Notice of Hearing have been identified by Applicant through its due diligence as Owners or Claimants of Conventional Gas interests underlying Subject Drilling Unit, including those set out in **Exhibit B-3** who have not heretofore leased, sold or voluntarily agreed with the Applicant to pool their Gas interests in Subject Drilling Unit. Conflicting Gas Owners/Claimants in Subject Drilling Unit are listed on **Exhibit E**. Further, the Board has caused notice of this hearing to be published as required by Va. Code § 45.1-361.19.B. Whereupon, the Board hereby finds that the notices given herein satisfy all statutory requirements, Board rule requirements and the minimum standards of due process.

4. Amendments: NONE.

5. Dismissals: NONE.

6. Relief Requested: Applicant requests (1) that pursuant to Va. Code § 45.1-361.20, the Board establish Subject Drilling Unit to be served by Well **V-505254**; and (2) that pursuant to Va. Code § 45.1-361.21, the Board pool the rights, interests and estates in and to the Conventional Gas of the known and unknown persons listed in the attached **Exhibit B-3**, and that of their known and unknown heirs, executors, administrators, devisees, trustees, assigns and successors, both immediate and remote, for the drilling and operation, including production, of Conventional Gas from the Subject Drilling Unit established for Subject Formations underlying and comprised of the Subject Lands, (hereafter sometimes collectively identified and referred to as "Well Development and/or Operation in the Subject Drilling Unit"); and, (3) that the Board designate **Equitable Production Company** as Unit Operator.

7. Relief Granted: The requested relief in this cause shall be and hereby is granted.

7.1 The Board hereby: (1) establishes Subject Drilling Unit pursuant to Va. Code § 45.1-361.20; (2) pursuant to Va. Code § 45.1-361.21.C.3, Equitable Production Company (hereafter "Unit Operator") is designated as the Operator authorized to drill and operate Well No. V-505090 in the Subject Drilling Unit at the location depicted on the plat attached hereto as **Exhibit A** to produce Conventional Gas from Subject Formations, subject to the permit provisions contained in § 45.1-361.27 et seq., Code of Virginia, 1950 as amended, to § 4 VAC 25-150 et seq., Gas and Oil Regulations and to § 4 VAC 25-160 et seq., Virginia Gas and Oil Board Regulations, all as amended from time to time; and (3) the rights, interests and estates in and to the Conventional Gas in Subject Drilling Unit including those of the known and unknown persons listed on **Exhibit B-3**, attached hereto and made a part hereof, and their known and unknown heirs, executors, administrators, devisees, trustees,

assigns and successors, both immediate and remote, be and hereby are pooled in the Subject Formations in the Subject Drilling Unit underlying and comprised of the Subject Lands. There are no applicable field rules and the unit is subject to statewide spacing requirements of Va. Code § 45.1-361.17.

8. Election and Election Period: In the event any Gas owner named in the Application and Notice of Hearing has not heretofore reached a voluntary agreement to share in the operation of the well to be located in Subject Drilling Unit at a rate of payment mutually agreed to by said Gas owner and the Operator, then, such person may elect one of the options set forth in Paragraph 9 below and must give written notice of his election of the option selected under Paragraph 9 herein to the designated Unit Operator at the address shown below within thirty (30) days from the date of receipt of a copy of this Order. A timely election shall be deemed to have been made if, on or before the last day of said 30-day period, such electing person has delivered his written election to the designated Unit Operator at the address shown below or has duly postmarked and placed his written election in first class United States mail, postage prepaid, addressed to the Unit Operator at the address shown below.

9. Election Options:

9.1 Option 1 - To Participate In The Development and Operation of the Drilling Unit: Any Gas Owner or Claimant named in **Exhibit B-3** who has not reached a voluntary agreement with the Operator may elect to participate in the Well Development and Operation on the Subject Drilling Unit (hereafter "Participating Operator") by agreeing to pay the estimate of such Participating Operator's proportionate part of the actual and reasonable costs, including a reasonable supervision fee, of the Well Development and Operation, as more particularly set forth in Virginia Gas and Oil Board Regulation 4 VAC 25-160-100 (herein "Completed for Production Costs"). Further, a Participating Operator agrees to pay the estimate of such Participating Operator's proportionate part of the Estimated, Completed-for-Production Costs as set forth below to the Unit Operator within forty-five (45) days from the later of the date of mailing or the date of recording of this Order. The estimated Completion-for-Production Costs for the Subject Drilling Unit are as follows:

Estimated, Completed-for-Production Costs: \$495,892.00

Any gas owner and/or claimants named in **Exhibit B-3**, who elect this option (Option 1) understand and agree that their initial payment under this option is for their proportionate share of the Applicant's estimate of actual costs and expenses. It is also understood by all persons electing this option that they are agreeing to pay their proportionate share of the actual costs and expenses as determined by the operator named in this Board Order.

A Participating Operator's proportionate cost hereunder shall be the result obtained by multiplying the Participating Operators' "Percent of Unit" times the Completed-for-Production Cost set forth above. Provided, however, that in the event a Participating Operator elects to participate and

fails or refuses to pay the estimate of his proportionate part of the Completed-for-Production Cost as set forth above, all within the time set forth herein and in the manner prescribed in Paragraph 8 of this Order, then such Participating Operator shall be deemed to have elected not to participate and to have elected compensation in lieu of participation pursuant to Paragraph 9.2 herein.

- 9.2 Option 2 - To Receive A Cash Bonus Consideration: In lieu of participating in the Well Development and Operation of Subject Drilling Unit under Paragraph 9.1 above, any Gas Owner or Claimant named in **Exhibit B-3** in the unit who has not reached a voluntary agreement with the Operator may elect to accept a cash bonus consideration of \$5.00 per net mineral acre owned by such person, commencing upon entry of this Order and continuing annually until commencement of production from Subject Drilling Unit, and thereafter a royalty of 1/8th of 8/8ths [twelve and one-half percent (12.5%)] of the net proceeds received by the Unit Operator for the sale of the Gas produced from any Well Development and Operation covered by this Order multiplied by the Gas owner's percentage Interest Within Unit as set forth in the Application and Notice of Hearing (for purposes of this Order, net proceeds shall be actual proceeds received less post-production costs incurred downstream of the wellhead, including, but not limited to, gathering, compression, treating, transportation and marketing costs, whether performed by Unit Operator or a third person) as fair, reasonable and equitable compensation to be paid to said Gas owner. The initial cash bonus shall become due and owing when so elected and shall be tendered, paid or escrowed within one hundred twenty (120) days of recording of this Order. Thereafter, annual cash bonuses, if any, shall become due and owing on each anniversary of the date of recording of this order in the event production from Subject Drilling Unit has not theretofore commenced, and once due, shall be tendered, paid or escrowed within sixty (60) days of said anniversary date. Once the initial cash bonus and the annual cash bonuses, if any, are so paid or escrowed, said payment(s) shall be satisfaction in full for the right, interests, and claims of such electing Gas owner in and to the Gas produced from Subject Formation in the Subject Lands, except, however, for the 1/8th royalties due hereunder.

Subject to a final legal determination of ownership, the election made under this Paragraph 9.2, when so made, shall be satisfaction in full for the right, interests, and claims of such electing person in any Well Development and Operation covered hereby and such electing person shall be deemed to and hereby does lease and assign its right, interests, and claims in and to the Gas produced from Subject Formation in the Subject Drilling Unit to the Applicant.

- 9.3. Option 3 - To Share In The Development And Operation As A Non-Participating Person On A Carried Basis And To Receive Consideration In Lieu Of Cash: In lieu of participating in the Well Development and Operation of Subject Drilling Unit under Paragraph 9.1 above and in lieu of receiving a cash

bonus consideration under Paragraph 9.2 above, any Gas Owner or Claimant named in **Exhibit B-3** hereto who does not reach a voluntary agreement with the Operator may elect to share in the Well Development and Operation of Subject Drilling Unit on a carried basis (as a "Carried Well Operator"] so that the proportionate part of the Completed-for-Production Costs hereby allocable to such Carried Well Operator's interest is charged against such Carried Well Operator's share of production from Subject Drilling Unit. Such Carried Well Operator's rights, interests, and claims in and to the Gas in Subject Drilling Unit shall be deemed and hereby are assigned to the Unit Operator until the proceeds from the sale of such Carried Well Operator's share of production from Subject Drilling Unit (exclusive of any royalty, excess or overriding royalty, or other non-operating or non cost-bearing burden reserved in any lease, assignment thereof or agreement relating thereto covering such interest) equals three hundred percent (300%) for a leased interest or two hundred percent (200%) for an unleased interest (whichever is applicable) of such Carried Well Operator's share of the Completed-for-Production Costs allocable to the interest of such Carried Well Operator. Any Gas Owner and/or Claimant named in **Exhibit B-3** who elects this option (Option 3) understands and agrees that Completed-for-Production Costs are the Operator's actual costs for well development and operation. When the Unit Operator recoups and recovers from such Carried Well Operator's assigned interest the amounts provided for above, then, the assigned interest of such Carried Well Operator shall automatically revert back to such Carried Well Operator, and from and after such reversion, such Carried Well Operator shall be treated as if it had participated initially under Paragraph 9.1 above; and thereafter, such participating person shall be charged with and shall pay his proportionate part of all further costs of such well development.

Subject to a final legal determination of ownership, the election made under this Paragraph 9.3, when so made, shall be satisfaction in full for the right, interests, and claims of such electing person in any well development and operation covered hereby and such electing person shall be deemed to have and hereby does assign his right, interests, and claims in and to the Gas produced from Subject Formation in the Subject Drilling Unit to the Unit Operator for the period of time during which his interest is carried as above provided prior to its reversion back to such electing person.

10. Failure to Properly Elect: In the event a person named in **Exhibit B-3** hereto does not reach a voluntary agreement with the Applicant and fails to do so within the time, in the manner, and in accordance with the terms of this Order one of the alternatives set forth in Paragraph 9 above for which his interest qualifies, then such person shall be deemed to have elected not to participate in the proposed Well Development and Operation in Subject Drilling Unit and shall be deemed, subject to any final legal determination of ownership, to have elected to accept as satisfaction in full for such person's right, interests, and claims in and to the Gas the consideration provided in Paragraph 9.2 above for which its interest qualifies and shall be deemed to have leased and/or assigned his right, interests, and claims in and to Gas in the Subject

Drilling Unit to the Unit Operator. Persons who fail to properly elect shall be deemed to have accepted the compensation and terms set forth herein at Paragraph 9.2 in satisfaction in full for the right, interests, and claims of such person in and to the Gas produced from Subject Formation underlying Subject Lands.

11. Default By Participating Person: In the event a person named in **Exhibit B-3** elects to participate under Paragraph 9.1, but fails or refuses to pay, to secure the payment or to make an arrangement with the Unit Operator for the payment of such person's proportionate part of the Estimated Completed-for-Production costs as set forth herein, all within the time and in the manner as prescribed in this Order, then such person shall be deemed to have withdrawn his election to participate and shall be deemed to have elected to accept as satisfaction in full for such person's right, interests, and claims in and to the Gas the consideration provided in Paragraph 9.2 above for which his interest qualifies depending on the excess burdens attached to such interest. Whereupon, any cash bonus consideration due as a result of such deemed election shall be tendered, paid or escrowed by Unit Operator within one hundred twenty (120) days after the last day on which such defaulting person under this Order should have paid his proportionate part of such cost or should have made satisfactory arrangements for the payment thereof. When such cash bonus consideration is paid or escrowed, it shall be satisfaction in full for the right, interests, and claims of such person in and to the Gas underlying Subject Drilling Unit in the Subject Lands covered hereby, except, however, for any 1/8th royalties which would become due pursuant to Paragraph 9.2 hereof.

12. Assignment of Interest: In the event a person named in **Exhibit B-3** is unable to reach a voluntary agreement to share in the Well Development and Operation contemplated by this Order at a rate of payment agreed to mutually by said Owner or Claimant and the Applicant, and said person elects or fails to elect to do other than participate under Paragraph 9.1 above in the Well Development and Operation in Subject Drilling Unit, then such person shall be deemed to have and shall have assigned unto Applicant such person's right, interests, and claims in and to said well, in Subject Formations in Subject Drilling Unit, and other share in and to Gas production to which such person may be entitled by reason of any election or deemed election hereunder in accordance with the provisions of this Order governing said elections.

13. Unit Operator (or Operator): Equitable Production Company, shall be and hereby is designated as Unit Operator authorized to drill and operate Well No. **V-505254** in Subject Formations in Subject Drilling Unit, all subject to the permit provisions contained in Va. Code § 45.1-361.27 et seq., §§ 4 VAC 25-150 et seq., Gas and Oil Regulations and §§ 4 VAC 25-160 et seq., Virginia Gas and Oil Board Regulations, all as amended from time to time, and all elections required by this Order shall be communicated to Unit Operator in writing at the address shown below:

Equitable Production Company
1710 Pennsylvania Avenue
Charleston, WV 25363
Phone: (304) 348-3800
Fax: (304) 344-0363
Attn: Melanie Freeman

14. Commencement of Operations: Unit Operator shall commence or cause to commence operations for the drilling of the well covered hereby within seven hundred and thirty (730) days from the date of this Order and shall prosecute the same with due diligence. If Unit Operator shall not have so commenced

and/or prosecuted, then this Order shall terminate, except for any cash sums becoming payable hereunder; otherwise, unless sooner terminated by Order of the Board, this Order shall expire at 12:00 P.M. on the date on which the well covered by this Order is permanently abandoned and plugged. However, in the event an appeal is taken from this Order, then the time between the filing of the Petition for Appeal and the final Order of the Circuit Court shall be excluded in calculating the two-year period referenced herein.

15. Operator's Lien: Unit Operator, in addition to the other rights afforded hereunder, shall have a lien and a right of set off on the Gas estates, rights, and interests owned by any person subject hereto who elects to participate under Paragraph 9.1 in the Subject Drilling Unit to the extent that costs incurred in the drilling or operation on the Subject Drilling Unit are a charge against such person's interest. Such liens and right of set off shall be separable as to each separate person and shall remain liens until the Unit Operator drilling or operating the well covered hereby has been paid the full amounts due under the terms of this Order.

16. Escrow Provisions:

Applicant has represented to the Board that there **are** unknown and/or unlocatable Gas owners in the Subject Drilling Unit whose interests are subject to the escrow requirements of Paragraph 16.1; and the Applicant has represented to the Board that there **are no** conflicting claimants in Subject Drilling Unit whose payments are subject to the provisions of Paragraph 16.2 hereof. Therefore, by the Order and unless and until otherwise ordered by the Board, the Escrow Agent **is** required to establish an interest-bearing escrow account for the Subject Drilling Unit.

Wachovia Bank
Corporate Trust PA1328
123 South Broad Street
Philadelphia, PA 19109-1199
Attn: Rachel Rafferty

16.1 Escrow Provisions for Unknown or Unlocatable Persons: If any payment of bonus, royalty payment or other payment due and owing cannot be made because the person entitled thereto cannot be located or is unknown, then such cash bonus, royalty payment or other payment shall not be commingled with any funds of the Unit Operator and shall, pursuant to Va. Code § 45.1-361.21.D, be deposited by the Operator into the Escrow Account, commencing within one hundred twenty (120) days of recording of this Order, and continuing thereafter on a monthly basis with each deposit to be made by a date which is no later than sixty (60) days after the last day of the month being reported and/or for which funds are subject to deposit. Such funds shall be held for the exclusive use of, and sole benefit of the person entitled thereto until such funds can be paid to such person(s) or until the Escrow Agent relinquishes such funds as required by law or pursuant to order of the Board in accordance with Va. Code § 45.1-361.21.D.

16.2 Escrow Provisions For Conflicting Claimants: If any payment of bonus, royalty payment, proceeds in excess of ongoing operational expenses, or other payment due and owing under this Order cannot be made because the person entitled thereto cannot be made certain due to conflicting claims of ownership and/or a defect or cloud on the title,

then such cash bonus, royalty payment, proceeds in excess of ongoing operational expenses, or other payment, together with Participating Operator's Proportionate Costs paid to Unit Operator pursuant to Paragraph 9.1 hereof, if any, (1) shall not be commingled with any funds of the Unit Operator; and (2) shall, pursuant to Va. Code §§ 45.1-361.22.A.2, 45.1-361.22.A.3 and 45.1-361.22.A.4, be deposited by the Operator into the Escrow Account within one hundred twenty (120) days of recording of this Order, and continuing thereafter on a monthly basis with each deposit to be made by a date which is no later than sixty (60) days after the last day of the month being reported and/or for which funds are subject to deposit. Such funds shall be held for the exclusive use of, and sole benefit of, the person entitled thereto until such funds can be paid to such person(s) or until the Escrow Agent relinquishes such funds as required by law or pursuant to Order of the Board.

17. Special Findings: The Board specifically and specially finds:
 - 17.1. Applicant is **Equitable Production Company**. Applicant is duly authorized and qualified to transact business in the Commonwealth of Virginia;
 - 17.2. Applicant **Equitable Production Company** is an operator in the Commonwealth of Virginia, and has satisfied the Board's requirements for operations in Virginia;
 - 17.3. Applicant **Equitable Production Company** claims ownership of Gas leases on **72.27305400%** percent of Subject Drilling Unit and the right to explore for, develop and produce Gas from same;
 - 17.4. Applicant has proposed the drilling of Well **V-505254** to a depth of **6029** feet on the Subject Drilling Unit at the location depicted in **Exhibit A** to develop the pool of Gas in Subject Formations, to complete and operate Well **V-505254** for the purpose of producing Conventional Gas.
 - 17.5 The estimated production of the life of the proposed Well **V-505254** is **500 MMCF**.
 - 17.6 With this Application, notice was provided to everyone claiming an ownership interest relative to the production of conventional gas in the Subject Drilling Unit. Set forth in **Exhibit B-3**, is the name and last known address of each Owner or Claimant identified by the Applicant as Gas owners in Subject Drilling Unit who has not, in writing, leased to the Applicant or the Unit Operator or agreed to voluntarily pool his interests in Subject Drilling Unit for its development. Gas interests unleased to the Operator and listed in **Exhibit B-3** represent **27.72694600%** percent of Subject Drilling Unit;
 - 17.7 Applicant's evidence established that the fair, reasonable and equitable compensation to be paid to any person in lieu of the right to participate in the Wells are those options provided in Paragraph 9 above;
 - 17.8 The Subject Drilling Unit does not constitute an unreasonable or arbitrary exercise of Applicant's right to explore for or produce Gas;

17.9 The relief requested and granted is just and reasonable, is supported by substantial evidence and will afford each person listed and named in **Exhibit B-3** hereto the opportunity to recover or receive, without unnecessary expense, such person's just and fair share of the production from Subject Drilling Unit. The granting of the Application and relief requested therein will ensure to the extent possible the greatest ultimate recovery of Conventional Gas, prevent or assist in preventing the various types of waste prohibited by statute and protect or assist in protecting the correlative rights of all persons in the subject common sources of supply in the Subject Lands. Therefore, the Board is entering an Order granting the relief herein set forth.

18. Mailing Of Order And Filing Of Affidavit: Applicant or its Attorney shall file an affidavit with the Secretary of the Board within sixty (60) days after the date of recording of this Order stating that a true and correct copy of said Order was mailed within seven (7) days from the date of its receipt by the Unit Operator to each Respondent named in **Exhibit B-3** pooled by this Order and whose address is known.

19. Availability of Unit Records: The Director shall provide all persons not subject to a lease with reasonable access to all records for Subject Drilling Unit which are submitted by the Unit Operator to said Director and/or his Inspector(s).

20. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.


21. Appeals: Appeals of this Order are governed by the provisions of Va. Code Ann. § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court.

22. Effective Date: This Order shall be effective as of the date of the Board's approval of this Application, which is set forth at Paragraph 1 above.

DONE AND EXECUTED this 16th day of August, 2005, by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

DONE AND PERFORMED this 17th day of August, 2005, by Order of this Board.


B. R. Wilson
Principal Executive To The Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF ~~WISE~~

Washington
Acknowledged on this 16th day of August, 2005, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Diane J. Davis

Notary Public

My commission expires: 9/30/05

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

17th
Acknowledged on this 17th day of August, 2005, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Diane J. Davis

Notary Public

My commission expires: 9/30/05

TOTAL UNIT AREA
= 112.69 ACRES

--- DENOTES MINERAL LINE
- - - DENOTES SURFACE LINE
- - - DENOTES SURFACE & MINERAL LINES

NOTE !!
SEE WELL PLAT SUPPLEMENT
SHEET 2 FOR TRACT INFORMATION.

LATITUDE 37°10'00"

LONGITUDE 82°12'30"

10136'

STATE PLANE
NAD 27 COORDINATES
OF WELL V-505254
N 314955.02
E 907470.68
LAT 37.138813°
LON -82.249016°

CCC COORDINATES
OF WELL V-505254
N 14149.91
E 39206.65

P-212

N63°35'45"W
3805.75'

N75°09'33"W
247.40'

IPS

IPS

S09°31'37"E
2862.37'

N37°10'16"E
2285.86'

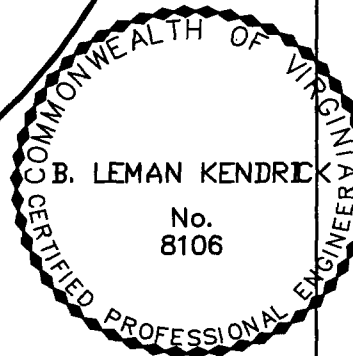
N89°31'33"E
3443.51'

COORDINATES
OF BENCH MARK
S 77498.41
E 22826.48
ELEV. = 1754.09

NOTE !!!

WELL COORDINATES ARE BASED ON CLINCHFIELD
COAL COMPANY'S COORDINATE SYSTEM
CLINCHFIELD COAL COMPANY COORDINATES ARE
CALCULATED FROM STATE PLANE WELL COORDINATES.
PROPERTY INFORMATION PROVIDED BY EQUITABLE
PRODUCTION COMPANY.

ELEVATIONS ARE BASED ON NGS CONTROL ST. PAUL 2.



WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER V-505254
TRACT No. LEASE NO. 243134L ELEVATION 1822.47 (GPS) QUADRANGLE PRATER
COUNTY DICKENSON DISTRICT ERVINTON SCALE: 1" = 400' DATE MARCH 17, 2004
THIS PLAT IS A NEW PLAT x; AN UPDATED PLAT ; OR A FINAL LOCATION PLAT
PROPOSED TOTAL DEPTH OF WELL =

+ DENOTES THE LOCATION OF A WELL ON UNITED STATES TOPOGRAPHIC MAPS, SCALE 1 TO 24,000, LATITUDE AND LONGITUDE LINES BEING REPRESENTED BY BORDER LINES AS SHOWN.

B. L. Kendrick 3/17/04
LICENSED PROFESSIONAL ENGINEER OR LICENSED LAND SURVEYOR

(AFFIX SEAL)

①

LEASE No. 243134L
 DENNY & LOIS SUTHERLAND - surface
 64.99 ACRES
 DENNY & LOIS SUTHERLAND, et als. - coal, oil & gas
 GAS 29.57 AC. 26.24%

②

LEASE No. 241490 / T-364
 N.B. SUTHERLAND
 408.23 ACRES
 DICKENSON-RUSSELL COAL COMPANY, LLC/
 ALPHA LAND & RESERVES, LLC/ACIN, LLC/WBRD, LLC - coal
 PINE MOUNTAIN OIL & GAS, INC. - oil & gas
 GAS 40.42 AC. 35.87%

③

LEASE No. 241490 / T-291
 THOMAS FULLER
 240.08 ACRES
 DICKENSON-RUSSELL COAL COMPANY, LLC/
 ALPHA LAND & RESERVES, LLC/ACIN, LLC/WBRD, LLC - coal
 PINE MOUNTAIN OIL & GAS, INC. - oil & gas
 GAS 15.41 AC. 13.67%

④

LEASE No. 243132L TR. 1
 JUNE TAYLOR, et. als.
 94.03 ACRES
 JUNE TAYLOR, et. als. - coal, oil & gas
 GAS 27.29 AC. 24.22%

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
1	ID # 12155 Belva Counts Marshall, widow Unknown	Unleased	0.06074000%	0.0684
	Joe L. Barosin Unknown	Unleased	0.00030370	0.0342
	Margaret Madge Maxfield Darrell Maxfield w/h 7303 N. Monroe Street Spokane, WA 99208	Unleased	0.06074000%	0.0684
	Marion Counts 57 Loop Road Quarryville, PA 17566	Unleased	0.06074000%	0.0684
	Janice Marie Webb Dalton Webb w/h 390 Summitt Drive Jonesborough, TN 37659	Unleased	0.09111100%	0.1027
	Ernest G. Counts Unknown	Unleased	0.18222100%	0.2053
	Harold Counts Unknown	Unleased	0.18222100%	0.2053
	Roxie Sutherland Weitzen Harold Charles Weitzen w/h 1001 Middlefork Road #290 Seaford, DE 19973	Unleased	0.12589700%	0.1419
	Richard Thomas Stratton 6135 Briarcliff Road Colorado Springs, CO 80918	Unleased	0.12589700%	0.1419
	Jean Sutherland Morris Munal 912 Teasel Drive Apt # F3-5 Kingsport, TN 37660	Unleased	0.12589700%	0.1419
	Betty Carolyn Mowery David Keith Mowery 390 McCutcheon Lane Toney Al 35773-9160	Unleased	0.12589700%	0.1419
	Beulah Sutherland Adkins Allen Hassal Adkins w/h Unknown	Unleased	0.36444200%	0.4107

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Doyle Cutter Counts 223 Carriage Hill Drive Pulaski, VA 24301	Unleased	0.36444200%	0.4107
	Claire Hinson Counts, widow 2516 Vancouver Drive Roanoke, VA 24012	Unleased	0.36444200%	0.4107
	Frederick Eugene Counts Sara Counts h/w 5335 Penn Circle Jacksonville, FL 32207	Unleased	0.36444200%	0.4107
	Mildred Francis Counts Unknown	Unleased	0.10798300%	0.1217
	Donald Maloy Counts 1779 E. Minnesota Avenue Delard, FL 32724	Unleased	0.10798300%	0.1217
	Gloria Lucile Counts Unknown	Unleased	0.10798300%	0.1217
	Susan Counts Ray 2308 Rothmore Dr SW Huntsville, AL 35803	Unleased	0.03239300%	0.0365
	Vicki Counts Richardson 2117 Buckingham Dr. Huntsville, AL 35805	Unleased	0.03239300%	0.0365
	Anne Elizabeth Counts Rauhauser 239 Central Park West Unit 2-D New York, NY 10024	Unleased	0.06478900%	0.0730
	Rene Colley, widow P.O. Box 62 Birchleaf, VA 24220	Unleased	0.02159600%	0.0243
	Kathleen Slusher Unknown	Unleased	0.00863800%	0.0097
	Melanie Colley Dove Unknown	Unleased	0.00863800%	0.0097
	Jennifer Colley Belcher P.O. Box 527 Vansant, VA 24656	Unleased	0.00863800%	0.0097
	Sandra C. Childress Unknown	Unleased	0.00863800%	0.0097

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Ronald Clayton Colley 1965 Waddle Road State College, PA 16803	Unleased	0.00863800%	0.0097
	Michael Allen Colley Brenda Colley h/w 531 Watch Hill Road Midlothian, VA 23114-3036	Unleased	0.01295700%	0.0146
	William Clyde Colley Ruby Colley h/w Rt 1 Haysi, VA 24256	Unleased	0.00172772	0.1947
	Buelah Hazel Malcolm, widow 13212 Calesville Road Silver Springs, MD 20904	Unleased	0.00172772	0.1947
	Oscar Emmett Elliott Jr. Louise Elliott h/w 1706 Duval Dr. Greenboro, NC 27410	Unleased	0.00161974	0.1825
	Julian Rivers Elliott Jean Elliott h/w 3164 Three Bridges Rd. Bowhatan, VA 23139	Unleased	0.00161974	0.1825
	Jon Milton Counts Unknown	Unleased	0.00161974	0.1825
	Larry Paul Counts 960 Grand Ave, Apt 104 Cincinnati, OH 45205	Unleased	0.00161974	0.1825
	Bernice Colley, widow Unknown	Unleased	0.00107983	0.1217
	Loren Counts Unknown	Unleased	0.00071987	0.0811
	Theda Jane Counts 111 Valley Drive Abingdon, VA 24210	Unleased	0.00071987	0.0811
	Thayne Lee Counts Unknown	Unleased	0.00071987	0.0811
	James Harlan Taulbee Counts Virginia Dare Counts Unknown	Unleased	0.00323949	0.3651

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Archie Verne Deel Rita Deel h/w 133 Semple Farm Rd. Hampton, VA 23666	Unleased	0.00045773	0.0516
	Elsie Deel Edwards Gordon Lee Edwards w/h Rt 1 Box 582 Clinchco, VA 24226	Unleased	0.00045773	0.0516
	Barbara Ellen Deel Hamilton, widow 221 Harris Creek Road Hampton, VA 23369	Unleased	0.00045773	0.0516
	Arlen Garner Deel, Single 408 Benthall Road Hampton VA 23664-1516	Unleased	0.00045773	0.0516
	Vina Pauline Deel Reilly Barney Reilly w/h RT 1 Box 602 Clinchco, VA 24226	Unleased	0.00045773	0.0516
	Merriel Dean Deel Sandra Anderson Deel h/w Rt 1 Box 600 Clinchco, VA 24226	Unleased	0.00045773	0.0516
	Carter Byrd Deel Susie Counts Deel h/w Star Rt. Box 354 Dante, VA 24237	Unleased	0.00045773	0.0516
	Corneail Elizabeth Deel Michael Ronald Wayne Michael w/h P.O. Box 445 Whitwell, TN 37397	Unleased	0.00045773	0.0516
	Sharon Louise Deel Patton Ronald Patton w/h 358 Kilgore Rd. Plain Dealing LA 71064-3625	Unleased	0.00045773	0.0516
	David Kim Deel Carolyn Deel 2836 Webster Road Blue Ridge, VA 24064	Unleased	0.00045773	0.0516
	Hubert Jessee Deel Star Rt. Box 316 Dante, Va 24237	Unleased	0.00045773	0.0516

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Debbie Patricia Deel Lonny Deel P.O. Box 511 Blue Ridge, VA 24064	Unleased	0.00045773	0.0516
	Mollie Erma Deel Powers Ransom Powers Unknown	Unleased	0.00059499	0.0670
	Donnie Curtis Deel Unknown	Unleased	0.00138836	0.1565
	Gaynell Sharon Shifflett Unknown	Unleased	0.00138836	0.1565
	Chuck Deel Unknown	Unleased	0.00138836	0.1565
	Kizzie Counts Deel, widow Star Route Dante, VA 24237	Unleased	0.01983200%	0.0223
	Bobby Deel Star Route Dante, VA 24237	Unleased	0.00991600%	0.0112
	Marie Viers 7239 Stony Creek Road Ypsilanti, MI 48197	Unleased	0.00991600%	0.0112
	Gordon Deel Star Route Box 302 Dante, VA 24237	Unleased	0.00991600%	0.0112
	Monte Deel Unknown	Unleased	0.00991600%	0.0112
	Leona Jane Deel Eggers Unknown	Unleased	0.07019200%	0.0791
	Elijah Grayson Deel 4171 NE 35th Avenue Ocala, FL 34479	Unleased	0.05949900%	0.0670
	Anna Lee Carter Gerald Carter w/h 61 Lo Vista Place Las Vegas, Nevada 89110	Unleased	0.00925500%	0.0104
	Gertrude Counts Unknown	Unleased	0.20825400%	0.2347

EXHIBIT "B-3" 068
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Sandra Counts Thomas Unknown	Unleased	0.20825400%	0.2347
	Pricey Counts, widow 31233 Lee Highway Glade Springs, VA 24340-4817	Unleased	0.02776700%	0.0313
	Larry Counts, single 31233 Le Highway Glade Springs, VA 24340-4817	Unleased	0.01388400%	0.0156
	Joan McGraw Karl McGraw w/h 19491 Heritage Drive Abingdon, VA 24211	Unleased	0.01388400%	0.0156
	Tammy(Tamra) Counts Musick Bryan Musick w/h Rt 1 Box 750 Castlewood, VA 24224	Unleased	0.01388400%	0.0156
	Jessie Counts, single 31233 Lee Highway Glade Springs, VA 24340-4817	Unleased	0.01388400%	0.0156
	Cecil Mullins Betty Mullins h/w Unknown	Unleased	0.01487300%	0.0168
	Elmer Arkis Taylor Heirs Unknown	Unleased	0.05949900%	0.0670
	Clifford A. Taylor Heirs Unknown	Unleased	0.05949900%	0.0670
	Bonnie Taylor Lee Rufus L. Lee w/h P.O. Box 1185 Abingdon, VA 24210	Unleased	0.01983200%	0.0223
	Zella Mae Taylor Heirs Unknown	Unleased	0.05949900%	0.0670
	Gordon Lee Edwards Elsie Deel Edwards h/w P.O. Box 653 Blue Ridge, VA 24064	Unleased	0.05949900%	0.0670
	Anthony W. Grizzle Unknown	Unleased	0.02603000%	0.0293

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Lawrence Grayson Grizzle III Rt 2 Box 571 Haysi, VA 24256	Unleased	0.00867500%	0.0098
	Margaret Grizzle 1934 Friendship Chruch Road Taylorsville, NC 28681	Unleased	0.00867500%	0.0098
	Bridget Tenorio 1984 Crown Drive Conover, NC 28613	Unleased	0.00867500%	0.0098
	Julie Elrod 30410 Finley Clinton Township, MI 48035	Unleased	0.00867500%	0.0098
	Kirk Ball HC 67 Box 334 Dante, VA 24237	Unleased	0.00867500%	0.0098
	Gina Ball HC 67 Box 334 Dante, VA 24237	Unleased	0.00867500%	0.0098
	Lillian Grizzle, widow Unknown	Unleased	0.05206300%	0.0587
	Norman Wayne Grizzle Heirs Unknown	Unleased	0.05206300%	0.0587
	Ray Blankenship 1070 N. Buck Road Marble Head, OH 43440	Unleased	0.08098700%	0.0913
	Lillian Blankenship 1070 N. Buck Road Marble Head, OH 43440	Unleased	0.08098700%	0.0913
	Billy J. Blankenship 715 Elkton Road Newark, DE 19711	Unleased	0.04859100%	0.0548
	Betty Blankenship Moorefield Rt 1 Box 87B Vansant, VA 24656	Unleased	0.04859100%	0.0548
	Sammy J. Blankenship Unknown	Unleased	0.04859100%	0.0548
	Roberta Blankenship Looney 18415 Whites Point Drive Abingdon, VA 24211-6993	Unleased	0.04859100%	0.0548

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Rodger W. Blankenship Unknown	Unleased	0.08098700%	0.0913
	Gary B. Blankenship 14800 Frazho Road Warren MI 48089	Unleased	0.08098700%	0.0913
	Eura Helen Blankenship 27125 Huntington Warren MI 48093	Unleased	0.24296100%	0.2738
	Ethel Marie Music Unknown	Unleased	0.17871000%	0.2013
	Marcella Gibson Morrow 6400 Bay View Lane Daphne, AL 36526	Unleased	0.17871000%	0.2013
	James E. Raines Unknown	Unleased	0.17871000%	0.2013
	Ernest R. Raines Unknown	Unleased	0.17871000%	0.2013
	Everette Raines P.O. Box 570 Grundy, VA 24614	Unleased	0.17871000%	0.2013
	James E. Sutherland Leah Sutherland h/w 308 Sheffield Court Joppa, MD 21085	Unleased	0.97185100%	1.0952
	Goldia Virginia Sutherland, widow Box 178 Coeburn, Va 24230	Unleased	0.26505000%	0.2987
	Eileen Sutherland, widow Unknown	Unleased	0.08835000%	0.0996
	Joan(JoAnne) Sutherlan Butler Robert Butler w/h 1332 Breuter Street Anaheim, CA 92801	Unleased	0.08835000%	0.0996
	Paul Virgil "Jerry" Sutherland Jr. Joleigh Sutherland h/w 2644 Furlong Ave St. Albans, WV 25177	Unleased	0.08835000%	0.0996

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Gerlene Sutherland Turner Jeff Turner Star Route Box 538 Birchleaf, Va 24220	Unleased	0.26213800%	0.2954
	Ray Sutherland a/k/a Tarter R. Sutherland Shirley Sutherland h/w 62 S. Main Street Marengo, OH 433347	Unleased	0.03786400%	0.0427
	Mary Sykes Sutherland, widow Unknown	Unleased	0.03786400%	0.0427
	Grace M. Fryer, widow Unknown	Unleased	0.03786400%	0.0427
	Charlene Sutherland Mason, widow 1791 State Route 61 Marengo, OH 43334	Unleased	0.01262100%	0.0142
	Robert L. Sutherland Barbara Sutherland h/w 2240 State Route 61 Marengo, OH 43334	Unleased	0.01262100%	0.0142
	Ruth Loretta Sutherland, widow P.O. Box 485 Fallston, MD 21047	Unleased	0.26505000%	0.2987
	Donna Adkins Bond Lawrence M. Bond Jr. w/h 5221 Amherst Portsmouth, VA 23703	Unleased	0.26505000%	0.2987
	Arnold D. Harvey, widower 700 Silvercrest Avenue Akron, OH 44314	Unleased	0.41650800%	0.4694
	Lima Sutherland Fuller Ira Bryan Fuller Heirs Unknown	Unleased	0.41650800%	0.4694
	Janet Helen Sutherland, widow Unknown	Unleased	0.40084800%	0.4517
	Kilby Evans Fuller, widower Unknown	Unleased	0.40084800%	0.4517
	Charles Junior Neaville, widower Unknown	Unleased	0.12317600%	0.1388

BK 416PG 072
EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	David Neaville 110 Heywood Road 3A Arden, NC 28704	Unleased	0.12317600%	0.1388
	Diane Neaville Oskins 18 Two Oaks Drive Fletcher, NC 28732	Unleased	0.12317600%	0.1388
	Shirley Sutherland Unknown	Unleased	0.19259400%	0.2170
	Jerry Morgan Unknown	Unleased	0.19259400%	0.2170
	Bruce Sykes, widower Unknown	Unleased	0.12148100%	0.1369
	Stanford Gerald Bowman Heirs Unknown	Unleased	0.36444200%	0.4107
	Dinah Bowman Petrich Monty Petrich w/h 9926 S. Melbourne Circle Highlands Ranch, CO 80130	Unleased	0.58871500%	0.6634
	Mollie Marie Bowman Clay Heirs Unknown	Unleased	0.36211200%	0.4081
4	ID # 12155 Belva Counts Marshall, widow Unknown	Unleased	0.05606400%	0.0632
	Joe L. Barosin Unknown	Unleased	0.02803200%	0.0316
	Margaret Madge Maxfield Darrell Maxfield w/h 7303 N. Monroe Street Spokane, WA 99208	Unleased	0.05606400%	0.0632
	Marion Counts 57 Loop Road Quarryville, PA 17566	Unleased	0.05606400%	0.0632
	Janice Marie Webb Dalton Webb w/h 390 Summitt Drive Jonesborough, TN 37659	Unleased	0.08409700%	0.0948
	Ernest G. Counts Unknown	Unleased	0.16819300%	0.1895

BK 416PG 073
EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Harold Counts Unknown	Unleased	0.16819300%	0.1895
	Roxie Sutherland Weitzen Harold Charles Weitzen w/h 1001 Middlefork Road #290 Seaford, DE 19973	Unleased	0.11620500%	0.1309
	Richard Thomas Stratton 6135 Briarcliff Road Colorado Springs, CO 80918	Unleased	0.11620500%	0.1309
	Jean Sutherland Morris Munal 912 Teasel Drive Apt # F3-5 Kingsport, TN 37660	Unleased	0.11620500%	0.1309
	Betty Carolyn Mowery David Keith Mowery 390 McCutcheon Lane Toney Al 35773-9160	Unleased	0.11620500%	0.1309
	Beulah Sutherland Adkins Allen Hassal Adkins w/h Unknown	Unleased	0.33638700%	0.3790
	Doyle Cutter Counts 223 Carriage Hill Drive Pulaski, VA 24301	Unleased	0.33638700%	0.3790
	Claire Hinson Counts, widow 2516 Vancouver Drive Roanoke, VA 24012	Unleased	0.33638700%	0.3790
	Frederick Eugene Counts Sara Counts h/w 5335 Penn Circle Jacksonville, FL 32207	Unleased	0.33638700%	0.3790
	Mildred Francis Counts Unknown	Unleased	0.09967000%	0.1123
	Donald Maloy Counts 1779 E. Minnesota Avenue Delard, FL 32724	Unleased	0.09967000%	0.1123
	Gloria Lucile Counts Unknown	Unleased	0.09967000%	0.1123
	Susan Counts Ray 2308 Rothmore Dr SW Huntsville, AL 35803	Unleased	0.02990000%	0.0337

BK 416 PG. 074
EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Vicki Counts Richardson 2117 Buckingham Dr. Huntsville, AL 35805	Unleased	0.02990000%	0.0337
	Rene Colley, widow P.O. Box 62 Birchleaf, VA 24220	Unleased	0.01993300%	0.0225
	Kathleen Slusher Unknown	Unleased	0.00797300%	0.0090
	Melanie Colley Dove Unknown	Unleased	0.00797300%	0.0090
	Jennifer Colley Belcher P.O. Box 527 Vansant, VA 24656	Unleased	0.00797300%	0.0090
	Sandra C. Childress Unknown	Unleased	0.00797300%	0.0090
	Ronald Clayton Colley 1965 Waddle Road State College, PA 16803	Unleased	0.00797300%	0.0090
	Michael Allen Colley Brenda Colley h/w 531 Watch Hill Road Midlothian, VA 23114-3036	Unleased	0.01196000%	0.0135
	William Clyde Colley Ruby Colley h/w Rt 1 Haysi, VA 24256	Unleased	0.15947200%	0.1797
	Oscar Emmett Elliott Jr. Louise Elliott h/w 1706 Duval Dr. Greenboro, NC 27410	Unleased	0.14950500%	0.1685
	Julian Rivers Elliott Jean Elliott h/w 3164 Three Bridges Rd. Bowhatan, VA 23139	Unleased	0.14950500%	0.1685
	Jon Milton Counts Unknown	Unleased	0.14950500%	0.1685
	Larry Paul Counts 960 Grand Ave, Apt 104 Cincinnati, OH 45205	Unleased	0.14950500%	0.1685

EXHIBIT "B-3" 075
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Bernice Colley, widow Unknown	Unleased	0.09967000%	0.1123
	Loren Counts Unknown	Unleased	0.06644500%	0.0749
	Theda Jane Counts 111 Valley Drive Abingdon, VA 24210	Unleased	0.06644500%	0.0749
	Thayne Lee Counts Unknown	Unleased	0.06644500%	0.0749
	James Harlan Taulbee Counts Virginia Dare Counts Unknown	Unleased	0.29901000%	0.3369
	Archie Verne Deel Rita Deel h/w 133 Semple Farm Rd. Hampton, VA 23666	Unleased	0.04224900%	0.0476
	Elsie Deel Edwards Gordon Lee Edwards w/h Rt 1 Box 582 Clinchco, VA 24226	Unleased	0.04224900%	0.0476
	Barbara Ellen Deel Hamilton, widow 221 Harris Creek Road Hampton, VA 23369	Unleased	0.04224900%	0.0476
	Arlen Garner Deel, Single 408 Benthall Road Hampton VA 23664-1516	Unleased	0.04224900%	0.0476
	Vina Pauline Deel Reilly Barney Reilly w/h RT 1 Box 602 Clinchco, VA 24226	Unleased	0.04224900%	0.0476
	Merriel Dean Deel Sandra Anderson Deel h/w Rt 1 Box 600 Clinchco, VA 24226	Unleased	0.04224900%	0.0476
	Carter Byrd Deel Susie Counts Deel h/w Star Rt. Box 354 Dante, VA 24237	Unleased	0.04224900%	0.0476
	Corneail Elizabeth Deel Michael Ronald Wayne Michael w/h P.O. Box 445	Unleased	0.04224900%	0.0476

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Whitwell, TN 37397			
	Sharon Louise Deel Patton Ronald Patton w/h 358 Kilgore Rd. Plain Dealing LA 71064-3625	Unleased	0.04224900%	0.0476
	David Kim Deel Carolyn Deel 2836 Webster Road Blue Ridge, VA 24064	Unleased	0.04224900%	0.0476
	Hubert Jessee Deel Star Rt. Box 316 Dante, Va 24237	Unleased	0.04224900%	0.0476
	Debbie Patricia Deel Lonny Deel P.O. Box 511 Blue Ridge, VA 24064	Unleased	0.04224900%	0.0476
	Mollie Erma Deel Powers Ransom Powers Unknown	Unleased	0.05491900%	0.0619
	Donnie Curtis Deel Unknown	Unleased	0.12814800%	0.1444
	Gaynell Sharon Shifflett Unknown	Unleased	0.12814800%	0.1444
	Chuck Deel Unknown	Unleased	0.12814800%	0.1444
	Kizzie Counts Deel, widow Star Route Dante, VA 24237	Unleased	0.01830500%	0.0206
	Bobby Deel Star Route Dante, VA 24237	Unleased	0.00915300%	0.0103
	Marie Viers 7239 Stony Creek Road Ypsilanti, MI 48197	Unleased	0.00915300%	0.0103
	Gordon Deel Star Route Box 302 Dante, VA 24237	Unleased	0.00915300%	0.0103
	Monte Deel Unknown	Unleased	0.00915300%	0.0103

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Leona Jane Deel Eggers Unknown	Unleased	0.06478900%	0.0730
	Elijah Grayson Deel 4171 NE 35th Avenue Ocala, FL 34479	Unleased	0.05491900%	0.0619
	Anna Lee Carter Gerald Carter w/h 61 Lo Vista Place Las Vegas, Nevada 89110	Unleased	0.00854200%	0.0096
	Gertrude Counts Unknown	Unleased	0.19222200%	0.2166
	Sandra Counts Thomas Unknown	Unleased	0.19222200%	0.2166
	Pricey Counts, widow 31233 Lee Highway Glade Springs, VA 24340-4817	Unleased	0.02563000%	0.0289
	Larry Counts, single 31233 Le Highway Glade Springs, VA 24340-4817	Unleased	0.01281500%	0.0144
	Joan McGraw Karl McGraw w/h 19491 Heritage Drive Abingdon, VA 24211	Unleased	0.01281500%	0.0144
	Tammy(Tamra) Counts Musick Bryan Musick w/h Rt 1 Box 750 Castlewood, VA 24224	Unleased	0.01281500%	0.0144
	Jessie Counts, single 31233 Lee Highway Glade Springs, VA 24340-4817	Unleased	0.01281500%	0.0144
	Cecil Mullins Betty Mullins h/w Unknown	Unleased	0.01372800%	0.0155

BK 416PG 078
EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Elmer Arkis Taylor Heirs Unknown	Unleased	0.05491900%	0.0619
	Clifford A. Taylor Heirs Unknown	Unleased	0.05491900%	0.0619
	Bonnie Taylor Lee Rufus L. Lee w/h P.O. Box 1185 Abingdon, VA 24212	Unleased	0.01830500%	0.0206
	Zella Mae Taylor Heirs Unknown	Unleased	0.05491900%	0.0619
	Gordon Lee Edwards Elsie Deel Edwards h/w P.O. Box 653 Blue Ridge, VA 24064	Unleased	0.05491900%	0.0619
	Anthony W. Grizzle Unknown	Unleased	0.02402600%	0.0271
	Lawrence Grayson Grizzle III Rt 2 Box 571 Haysi, VA 24256	Unleased	0.00800700%	0.0090
	Margaret Grizzle 1934 Friendship Chruch Road Taylorsville, NC 28681	Unleased	0.00800700%	0.0090
	Bridget Tenorio 1984 Crown Drive Conover, NC 28613	Unleased	0.00800700%	0.0090
	Julie Elrod 30410 Finley Clinton Township, MI 48035	Unleased	0.00800700%	0.0090
	Kirk Ball HC 67 Box 334 Dante, VA 24237	Unleased	0.00800700%	0.0090
	Gina Ball HC 67 Box 334 Dante, VA 24237	Unleased	0.00800700%	0.0090
	Lillian Grizzle, widow Unknown	Unleased	0.04805500%	0.0541
	Norman Wayne Grizzle Heirs Unknown	Unleased	0.04805500%	0.0541

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Ray Blankenship 1070 N. Buck Road Marble Head, OH 43440	Unleased	0.07475300%	0.0842
	Lillian Blankenship 1070 N. Buck Road Marble Head, OH 43440	Unleased	0.07475300%	0.0842
	Billy J. Blankenship 715 Elkton Road Newark, DE 19711	Unleased	0.04485100%	0.0505
	Betty Blankenship Moorefield Rt 1 Box 87B Vansant, VA 24656	Unleased	0.04485100%	0.0505
	Sammy J. Blankenship Unknown	Unleased	0.04485100%	0.0505
	Roberta Blankenship Looney 18415 Whites Point Drive Abingdon, VA 24211-6993	Unleased	0.04485100%	0.0505
	Rodger W. Blankenship Unknown	Unleased	0.07475300%	0.0842
	Gary B. Blankenship 14800 Frazho Road Warren MI 48089	Unleased	0.07475300%	0.0842
	Eura Helen Blankenship 27125 Huntington Warren MI 48093	Unleased	0.22425800%	0.2527
	Ethel Marie Music Unknown	Unleased	0.16495250%	0.1859
	Marcella Gibson Morrow 6400 Bay View Lane Daphne, AL 36526	Unleased	0.16495250%	0.1859
	James E. Raines Unknown	Unleased	0.16495250%	0.1859
	Ernest R. Raines Unknown	Unleased	0.16495250%	0.1859
	Everette Raines P.O. Box 570 Grundy, VA 24614	Unleased	0.16495250%	0.1859

BK 4.16 PG 080
EXHIBIT B-3
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	James E. Sutherland Leah Sutherland h/w 308 Sheffield Court Joppa, MD 21085	Unleased	0.89703600%	1.0107
	Goldia Virginia Sutherland, widow Box 178 Coeburn, Va 24230	Unleased	0.24464600%	0.2757
	Eileen Sutherland, widow Unknown	Unleased	0.08154900%	0.0919
	Joan(JoAnne) Sutherlan Butler Robert Butler w/h 1332 Breuter Street Anaheim, CA 92801	Unleased	0.08154900%	0.0919
	Paul Virgil "Jerry" Sutherland Jr. Joleigh Sutherland h/w 2644 Furlong Ave St. Albans, WV 25177	Unleased	0.08154900%	0.0919
	Ray Sutherland a/k/a Tarter R. Sutherland Shirley Sutherland h/w 62 S. Main Street Marengo, OH 433347	Unleased	0.03494900%	0.0394
	Mary Sykes Sutherland, widow Unknown	Unleased	0.03494900%	0.0394
	Claude Read "Mike" Sutherland Mary Sutherland 10816 Oakton Road Oakton, VA 22124	Unleased	0.03494900%	0.0394
	Grace M. Fryer, widow Unknown	Unleased	0.03494900%	0.0394
	Charlene Sutherland Mason, widow 1791 State Route 61 Marengo, OH 43334	Unleased	0.01165000%	0.0131
	Robert L. Sutherland Barbara Sutherland h/w 2240 State Route 61 Marengo, OH 43334	Unleased	0.01165000%	0.0131
	Arnold D. Harvey, widower 700 Silvercrest Avenue Akron, OH 44314	Unleased	0.38444400%	0.4332

EXHIBIT "B-3"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Lima Sutherland Fuller Ira Bryan Fuller Heirs Unknown	Unleased	0.38444400%	0.4332
	Janet Helen Sutherland, widow Unknown	Unleased	0.36998950%	0.4170
	Kilby Evans Fuller, widower Unknown	Unleased	0.36998950%	0.4170
	Charles Junior Neaville, widower Unknown	Unleased	0.11369350%	0.1282
	David Neaville 110 Heywood Road 3A Arden, NC 28704	Unleased	0.11369350%	0.1282
	Diane Neaville Oskins 18 Two Oaks Drive Fletcher, NC 28732	Unleased	0.11369350%	0.1282
	Shirley Sutherland Unknown	Unleased	0.17776750%	0.2004
	Jerry Morgan Unknown	Unleased	0.17776750%	0.2004
	Bruce Sykes, widower Unknown	Unleased	0.11212900%	0.1263
	Stanford Gerald Bowman Heirs Unknown	Unleased	0.33638700%	0.3790
	Dinah Bowman Petrich Monty Petrich w/h 9926 S. Melbourne Circle Highlands Ranch, CO 80130	Unleased	0.54339500%	0.6123
	Mollie Marie Bowman Clay Heirs Unknown	Unleased	0.33423600%	0.3766
	Total Gas Estate		27.72694600%	31.2441

EXHIBIT "E"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>GAS ESTATE ONLY</u>				
1	ID # 12155			
—	Belva Counts Marshall, widow Unknown	Unleased	0.06074000%	0.0684
—	Joe L. Barosin Unknown	Unleased	0.03037000%	0.0342
—	Ernest G. Counts Unknown	Unleased	0.18222100%	0.2053
—	Harold Counts Unknown	Unleased	0.18222100%	0.2053
—	Beulah Sutherland Adkins Allen Hassal Adkins w/h Unknown	Unleased	0.36444200%	0.4107
—	Mildred Francis Counts Unknown	Unleased	0.10798300%	0.1217
—	Gloria Lucile Counts Unknown	Unleased	0.10798300%	0.1217
—	Kathleen Slusher Unknown	Unleased	0.00863800%	0.0097
—	Melanie Colley Dove Unknown	Unleased	0.00863800%	0.0097
—	Sandra C. Childress Unknown	Unleased	0.00863800%	0.0097
—	Jon Milton Counts Unknown	Unleased	0.16197400%	0.1825
—	Bernice Colley, widow Unknown	Unleased	0.10798300%	0.1217
—	Loren Counts Unknown	Unleased	0.07198700%	0.0811
—	Thayne Lee Counts Unknown	Unleased	0.07198700%	0.0811

EXHIBIT "E" V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
—	James Harlan Taulbee Counts Virginia Dare Counts Unknown	Unleased	0.32394900%	0.3651
—	Mollie Erma Deel Powers Ransom Powers Unknown	Unleased	0.05949900%	0.0670
—	Donnie Curtis Deel Unknown	Unleased	0.13883600%	0.1565
—	Gaynell Sharon Shifflett Unknown	Unleased	0.13883600%	0.1565
—	Chuck Deel Unknown	Unleased	0.13883600%	0.1565
—	Monte Deel Unknown	Unleased	0.00991600%	0.0112
—	Leona Jane Deel Eggers Unknown	Unleased	0.07019200%	0.0791
—	Gertrude Counts Unknown	Unleased	0.20825400%	0.2347
—	Sandra Counts Thomas Unknown	Unleased	0.20825400%	0.2347
—	Cecil Mullins Betty Mullins h/w Unknown	Unleased	0.01487300%	0.0168
—	Elmer Arkis Taylor Heirs Unknown	Unleased	0.05949900%	0.0670
—	Clifford A. Taylor Heirs Unknown	Unleased	0.05949900%	0.0670
—	Zella Mae Tylor Heirs Unknown	Unleased	0.05949900%	0.0670
—	Anthony W. Grizzle Unknown	Unleased	0.02603000%	0.0293
—	Lillian Grizzle, widow Unknown	Unleased	0.05206300%	0.0587
—	Norman Wayne Grizzle Heirs Unknown	Unleased	0.05206300%	0.0587

EXHIBIT "E"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
-	Sammy J. Blankenship Unknown	Unleased	0.04859100%	0.0548
-	Rodger W. Blankenship Unknown	Unleased	0.08098700%	0.0913
-	Ethel Marie Music Unknown	Unleased	0.17871000%	0.2013
-	James E. Raines Unknown	Unleased	0.17871000%	0.2013
-	Ernest R. Raines Unknown	Unleased	0.17871000%	0.2013
-	Eileen Sutherland, widow Unknown	Unleased	0.08835000%	0.0996
-	Mary Sykes Sutherland, widow Unknown	Unleased	0.03786400%	0.0427
-	Grace M. Fryer, widow Unknown	Unleased	0.03786400%	0.0427
-	Lima Sutherland Fuller Ira Bryan Fuller Heirs Unknown	Unleased	0.41650800%	0.4694
-	Janet Helen Sutherland, widow Unknown	Unleased	0.40084800%	0.4517
-	Kilby Evans Fuller, widower Unknown	Unleased	0.40084800%	0.4517
-	Charles Junior Neaville, widower Unknown	Unleased	0.12317600%	0.1388
-	Shirley Sutherland Unknown	Unleased	0.19259400%	0.2170
-	Jerry Morgan Unknown	Unleased	0.19259400%	0.2170
-	Bruce Sykes, widower Unknown	Unleased	0.12148100%	0.1369
-	Stanford Gerald Bowman Heirs Unknown	Unleased	0.36444200%	0.4107
-	Mollie Marie Bowman Clay Heirs Unknown	Unleased	0.36211200%	0.4081

EXHIBIT 4-1.6 PG 085
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
4	ID # 12155			
	Belva Counts Marshall, widow Unknown	Unleased	0.05606400%	0.0632
	Joe L. Barosin Unknown	Unleased	0.02803200%	0.0316
	Ernest G. Counts Unknown	Unleased	0.16819300%	0.1895
	Harold Counts Unknown	Unleased	0.16819300%	0.1895
	Beulah Sutherland Adkins Allen Hassal Adkins w/h Unknown	Unleased	0.33638700%	0.3790
	Mildred Francis Counts Unknown	Unleased	0.09967000%	0.1123
	Mildred Francis Counts Unknown	Unleased	0.09967000%	0.1123
	Kathleen Slusher Unknown	Unleased	0.00797300%	0.0090
	Melanie Colley Dove Unknown	Unleased	0.00797300%	0.0090
	Sandra C. Childress Unknown	Unleased	0.00797300%	0.0090
	Jon Milton Counts Unknown	Unleased	0.14950500%	0.1685
	Bernice Colley, widow Unknown	Unleased	0.09967000%	0.1123
	Loren Counts Unknown	Unleased	0.06644500%	0.0749
	Thayne Lee Counts Unknown	Unleased	0.06644500%	0.0749
	James Harlan Taulbee Counts Virginia Dare Counts Unknown	Unleased	0.29901000%	0.3369
	Mollie Erma Deel Powers Ransom Powers Unknown	Unleased	0.05491900%	0.0619

EXHIBIT "E"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Donnie Curtis Deel Unknown	Unleased	0.12814800%	0.1444
	Gaynell Sharon Shifflett Unknown	Unleased	0.12814800%	0.1444
	Chuck Deel Unknown	Unleased	0.12814800%	0.1444
	Monte Deel Unknown	Unleased	0.00915300%	0.0103
	Leona Jane Deel Eggers Unknown	Unleased	0.06478900%	0.0730
	Gertrude Counts Unknown	Unleased	0.19222200%	0.2166
	Sandra Counts Thomas Unknown	Unleased	0.19222200%	0.2166
	Cecil Mullins Betty Mullins h/w Unknown	Unleased	0.01372800%	0.0155
	Elmer Arkis Taylor Heirs Unknown	Unleased	0.05491900%	0.0619
	Clifford A. Taylor Heirs Unknown	Unleased	0.05491900%	0.0619
	Zella Mae Tylor Heirs Unknown	Unleased	0.05491900%	0.0619
	Anthony W. Grizzle Unknown	Unleased	0.02402600%	0.0271
	Lillian Grizzle, widow Unknown	Unleased	0.04805500%	0.0541
	Norman Wayne Grizzle Heirs Unknown	Unleased	0.04805500%	0.0541
	Sammy J. Blankenship Unknown	Unleased	0.04485100%	0.0505
	Rodger W. Blankenship Unknown	Unleased	0.07475300%	0.0842
	Ethel Marie Music Unknown	Unleased	0.16495250%	0.1859

EXHIBIT "E"
V-505254

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	James E. Raines Unknown	Unleased	0.16495250%	0.1859
	Ernest R. Raines Unknown	Unleased	0.16495250%	0.1859
	Eileen Sutherland, widow Unknown	Unleased	0.08154900%	0.0919
	Mary Sykes Sutherland, widow Unknown	Unleased	0.03494900%	0.0394
	Grace M. Fryer, widow Unknown	Unleased	0.03494900%	0.0394
	Lima Sutherland Fuller Ira Bryan Fuller Heirs Unknown	Unleased	0.38444400%	0.4332
	Janet Helen Sutherland, widow Unknown	Unleased	0.36998950%	0.4170
	Kilby Evans Fuller, widower Unknown	Unleased	0.36998950%	0.4170
	Charles Junior Neaville, widower Unknown	Unleased	0.11369350%	0.1282
	Shirley Sutherland Unknown	Unleased	0.17776750%	0.2004
	Jerry Morgan Unknown	Unleased	0.17776750%	0.2004
	Bruce Sykes, widower Unknown	Unleased	0.11212900%	0.1263
	Stanford Gerald Bowman Heirs Unknown	Unleased	0.33638700%	0.3790
	Mollie Marie Bowman Clay Heirs Unknown	Unleased	0.33423600%	0.3790

Total Gas Estate

0.33638700% 0.3790
 0.33423600% 0.3790
 12.50017700% 14.0860

INSTRUMENT #050001745
 RECORDED IN THE CLERK'S OFFICE OF
 DICKENSON
 AUGUST 18, 2005 AT 02:47PM
 JOE TATE, CLERK
 RECORDED BY: TJB

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, August 18, 2005 This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 2:47 o'clock PM, after payment of \$ tax imposed by Sec. 58.1-802.

Original returned this date to: Diane Davis

TESTE: JOE TATE, CLERK
 BY: Macey Baker D. CLERK